

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ZEN JV, LLC, *et al.*,

Debtors

Chapter 11

Case No. 25-11195 (JKS)

Related to Docket Nos. 82 and 123

OBJECTION AND RESERVATION OF RIGHTS

Beacon Hill Solutions Group, LLC f/k/a Beacon Hill Staffing Group (“**Beacon Hill**”), party-in-interest, by counsel, respectfully submits this Objection and Reservation of Rights (“**Reservation of Rights**”) to the Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases (“**Notice**”) (Dkt. No. 82) and Supplemental Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases (“**Supplemental Notice**”)(Dkt. No. 123), and in support thereof states as follows:

PROCEDURAL BACKGROUND

1. On June 24, 2025, the Debtors filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code.
2. On June 25, 2025, the Debtors filed their motion (the “**Bidding Procedures Motion**”) seeking entry of an order authorizing and approving, amongst other things, the bidding procedures for the sale of all or substantially all of the Debtors’ assets, and the assumption and assignment of certain executory contracts and unexpired leases in connection with the sale. (Docket No. 28).
3. On July 3, 2025, the Debtors filed a Notice of Possible Assumption and Assignment of Certain Executory Contracts and Unexpired Leases (Docket No. 82) (the “**Notice**”). Exhibit 1

of the Notice identifies an agreement with Monster Worldwide with a name/description of “tech/product contract” but with no cure amount or contract date.

4. On July 8, 2025, the Court entered its Order (A) Approving Bidding Procedures In Connection With the Sale of Substantially All of the Debtor's Assets, (B) Scheduling an Auction and Hearing to Approve the Transaction and Approving the Form and Manner of Notice Thereof, (C) Establishing Procedures Relating to the Assumption and Assignment of Executory Contracts and Unexpired Leases and (D) Establishing Procedures In Connection With Protections Afforded to a Stalking Horse Purchaser (Docket No. 106) (the “**Bid Procedures Order**”). The Bid Procedures Order provided that contract counterparties have 10 days following service of the Notice to file an objection.

5. On July 11, 2025, the Debtors filed their Supplemental Notice (Dkt. No. 123).

FACTUAL BACKGROUND

6. Beacon Hill and the Debtor, Monster Worldwide, Inc. (“**Monster**”) are parties to that certain Master Services Agreement #1-1NDPPGY dated December 31, 2009 (“**Monster MSA**”).¹ The Monster MSA contains terms governing the parties’ relationship generally for the performance of certain services by Monster as described in subsequent sales orders agreed to by the parties from time to time. Beacon Hill and Monster are currently parties to a sales order dated December 19, 2024, and ending on December 18, 2025.

7. Beacon Hill and the Debtor, CareerBuilder, LLC (“**CareerBuilder**”) entered into a Master Services Agreement dated September 19, 2023 (“**Career Builder MSA**”), which governs the parties’ relationship generally for the performance of certain services by CareerBuilder as described in subsequent sales orders agreed to by the parties from time to time. Beacon Hill and

¹ Given the proprietary information contained therein, copies of any contract documents referenced herein will be provided as needed on a confidential basis.

CareerBuilder are currently parties to a sales order dated December 31, 2024, and ending on December 30, 2025.

RESPONSE AND RESERVATION OF RIGHTS

8. Debtors have not (i) provided sufficient information to enable Beacon Hill to identify which, if any, contracts between the parties may be assumed and assigned, and (ii) provided adequate assurance of future performance under 11 U.S.C. § 365(f).

9. The Notice vaguely lists an agreement name/description of “tech/product contract” but fails to specify whether the Monster MSA, and/or the respective sales orders described herein are among the contracts that may potentially be assumed and assigned.

10. The Supplemental Notice attempts to correct some of the defects in the Notice by referencing in general terms (and in duplicate), “Master Services Agreement” and “Sales Order”.

11. Until such time as the specific contracts to be assumed are properly identified, Beacon Hill objects to any assumption and assignment.

12. Further, Monster and CareerBuilder’s performance under their respective agreements has declined over the last several months (CareerBuilder precipitously so). Such declined performance raises serious concerns as to whether any assignee has the ability to perform the contractually required services at the requisite and restored level of performance. This is even more true given that both contracts expire in five months.

13. Finally, Beacon Hill reserves its right with respect to whether any contract between the parties is assumable and assignable under 11 U.S.C. § 365(c).

CONCLUSION

WHEREFORE, for the reasons stated herein, Beacon Hill Solutions Group, LLC objects to and reserves all rights until further and sufficient information and assurance are provided, and

requests that the Court deny any aspect of the sale that attempts to assume and assign any contract between Beacon Hill and any Debtor.

Dated: July 14, 2025
Wilmington, Delaware

Respectfully submitted,

/s/ Tara Lattomus

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Counsel for Beacon Hill Solutions Group, LLC

CERTIFICATE OF SERVICE

I, Tara L. Lattomus, do hereby certify that on the 14th day of July 2025, I caused a copy of the foregoing to be served upon the parties using the Court's CM/ECF System which reflects that an electronic notification of filing was served on all registered users of the CM/ECF System that have requested such notification in this proceeding, and to all required notice parties under the Notice.

/s/ Tara L. Lattomus